

# EXHIBIT C

**From:** Lew Bader <lew@counselingschools.org>  
**Sent:** Monday, June 29, 2020 4:38 PM  
**To:** Warns, Tom A. <Tom.Warns@klgates.com>  
**Cc:** Kevin Dahill-Fuchel <kevin@counselingschools.org>; David Kener <david@counselingschools.org>  
**Subject:** Fwd: Information Regarding Your Auction | Counseling In Schools

[REDACTED]

[REDACTED]

Lew Bader  
Finance Director



505 Eighth Avenue Suite 12A-06  
New York, NY 10018

p - 212-663-3036 ext.317  
c - 516-967-6201  
f- 212-663-3037  
[www.counselingschools.org](http://www.counselingschools.org)

---

This electronic message contains information sent from Counseling in Schools Inc.  
The contents may be privileged and confidential and are intended for the use of the  
intended recipient(s) only. If you are not an intended recipient, note that any disclosure,  
copying, distribution, or use of the contents of this message is prohibited. If you have  
received this communication in error, please notify the sender by reply e-mail and  
immediately and permanently delete this e-mail and any attachments.

----- Forwarded message -----

**From:** David Kener <[david@counselingschools.org](mailto:david@counselingschools.org)>  
**Date:** Tue, Oct 29, 2019 at 10:56 AM  
**Subject:** Re: Information Regarding Your Auction | Counseling In Schools  
**To:** Kelsey Garrett <[kelsey.garrett@paddle8.com](mailto:kelsey.garrett@paddle8.com)>  
**Cc:** Randi Zwickler <[randi.zwickler@paddle8.com](mailto:randi.zwickler@paddle8.com)>, Lewis Bader <[lew@counselingschools.org](mailto:lew@counselingschools.org)>,  
Stephanie Bell <[stephanie@counselingschools.org](mailto:stephanie@counselingschools.org)>

I am inclined to go without the preview as it would give us a working week to upload the works.

Make sense?

David Kener  
Director of Development



**Counseling In Schools**  
Awakening Possibilities

505 Eighth Avenue, Suite 12A-06  
New York, New York 10018

917-577-7904 (cell)  
212-663-3036 ext. 309 (office)  
212-663-3037 (fax)

[www.counselinginschools.org](http://www.counselinginschools.org)

This electronic message contains information sent from Counseling in Schools Inc. The contents may be privileged and confidential and are intended for the use of the intended recipient(s) only. If you are not an intended recipient, note that any disclosure, copying, distribution, or use of the contents of this message is prohibited. If you have received this communication in error, please notify the sender by reply e-mail and immediately and permanently delete this e-mail and any attachments.

On Tue, Oct 29, 2019 at 10:23 AM Kelsey Garrett <[kelsey.garrett@paddle8.com](mailto:kelsey.garrett@paddle8.com)> wrote:

Wonderful! I have listed your auction as November 21 at 12:00 PM - December 10 at 5:00 PM.

For a November 18 preview, we will need all uploads by **November 4**.

For a timely launch November 21 without preview, please have all works in by **November 7**.

Best,

Kelsey

On Tue, Oct 29, 2019 at 10:14 AM David Kener <[david@counselinginschools.org](mailto:david@counselinginschools.org)> wrote:

That sounds great!

[David@counselinginschools.org](mailto:David@counselinginschools.org)

917-577-7904

Sent from my iPhone

On Oct 29, 2019, at 9:50 AM, Randi Zwickler <[randi.zwickler@paddle8.com](mailto:randi.zwickler@paddle8.com)> wrote:

Hi David,

We don't recommend having the auction last longer than 18 days. If you'd like to end on December 10 we should start on November 21 and we can preview that Monday November 18. Please confirm this works for you and we will update our back-end with this change.

Thanks!

On Mon, Oct 28, 2019 at 12:01 PM David Kener <[david@counselinginschools.org](mailto:david@counselinginschools.org)> wrote:

Hi all,

We had decided to extend the auction for one more week to Tuesday Dec. 10th and shortening the preview period to 3 days.

Let me know if you need more information on this.

Thx

David Kener  
Director of Development



**Counseling In Schools**

Awakening Possibilities

505 Eighth Avenue, Suite 12A-06  
New York, New York 10018

917-577-7904 (cell)  
212-663-3036 ext. 309 (office)  
212-663-3037 (fax)

[www.counselinginschools.org](http://www.counselinginschools.org)

This electronic message contains information sent from Counseling in Schools Inc. The contents may be privileged and confidential and are intended for the use of the intended recipient(s) only. If you are not an intended recipient, note that any disclosure, copying, distribution, or use of the contents of this message is prohibited. If you have received this communication in error, please notify the sender by reply e-mail and immediately and permanently delete this e-mail and any attachments.

On Sat, Oct 26, 2019 at 9:13 PM Randi Zwickler <[randi.zwickler@paddle8.com](mailto:randi.zwickler@paddle8.com)> wrote:

Hi David,

I hope you're enjoying the weekend! I'm with Kelsey at an event in Atlanta and she mentioned you wanted to change the close date of the auction as well as forgo a preview - please let us know the dates your considering so we can adjust accordingly.

Thanks so much!

On Thu, Oct 24, 2019 at 9:20 AM Kelsey Garrett <[kelsey.garrett@paddle8.com](mailto:kelsey.garrett@paddle8.com)> wrote:

Great, thank you so much!

When you have a second, can you please confirm the dates/times of you auction:

- **November 19 12:00 PM - December 3 5:00 PM**
- **Preview November 12**

Best,

Kelsey

On Wed, Oct 23, 2019 at 5:23 PM David Kener <[david@counselingschools.org](mailto:david@counselingschools.org)> wrote:

Hi Kelsey,

Thanks for reaching out. We are beginning to receive the info for upload and we will be in touch soon.

Thank you,

David

David Kener  
Director of Development



**Counseling In Schools**  
Awakening Possibilities

505 Eighth Avenue, Suite 12A-06  
New York, New York 10018

**917-577-7904** (cell)  
212-663-3036 ext. 309 (office)  
212-663-3037 (fax)

[www.counselingschools.org](http://www.counselingschools.org)

This electronic message contains information sent from Counseling in Schools Inc. The contents may be privileged and confidential and are intended for the use of the intended recipient(s) only. If you are not an intended recipient, note that any disclosure, copying, distribution, or use of the contents of this message is prohibited. If you have received this communication in error, please notify the sender by reply e-mail and immediately and permanently delete this e-mail and any attachments.

On Tue, Oct 22, 2019 at 8:47 PM Kelsey Garrett <[kelsey.garrett@paddle8.com](mailto:kelsey.garrett@paddle8.com)> wrote:

Hello,

I wanted to follow up here regarding dates and also see how the uploading process is treating you.

Please note that we will need all lots in by October 28 for a timely preview. Happy to hop on a call if you have any questions!

Best,

Kelsey

On Sun, Oct 20, 2019 at 7:54 PM Randi Zwickler <[randi.zwickler@paddle8.com](mailto:randi.zwickler@paddle8.com)> wrote:

Hi Lew,

You can end it later if you'd like, we just recommend having the auction live on our site no more than 3 weeks.

Let me know what you'd like to do.

Thanks,

Randi

Randi Zwickler  
Benefit Auction Specialist  
347-547-3618

On Oct 20, 2019, at 7:45 PM, Lewis Bader  
<[lew@counselinginschools.org](mailto:lew@counselinginschools.org)> wrote:

Randi - you have our dates. We are just considering ending after December 3rd.

On Oct 20, 2019, at 7:30 PM, Randi Zwickler  
<[randi.zwickler@paddle8.com](mailto:randi.zwickler@paddle8.com)> wrote:

Hi all,

Nice to be connected with you Stephanie!

What are the dates you'd like to auction to run?

Thanks,

Randi

On Fri, Oct 18, 2019 at 2:26 PM Lew Bader  
<[lew@counselinginschools.org](mailto:lew@counselinginschools.org)> wrote:

Kelsey:

I am adding Stephanie Bell to this email string.  
Stephanie will be uploading all of the information to the Paddle8 site and will be interfacing with the shipper, artists and galleries.

Thanks.

Lew

Lew Bader  
Finance Director



505 Eighth Avenue Suite 12A-06  
New York, NY 10018

p - 212-663-3036 ext.317  
c - 516-967-6201  
f- 212-663-3037  
[www.counselingschools.org](http://www.counselingschools.org)

---

—  
This electronic message contains information sent from Counseling in Schools Inc.  
The contents may be privileged and confidential and are intended for the use of the intended recipient(s) only. If you are not an intended recipient, note that any disclosure, copying, distribution, or use of the contents of this message is prohibited. If you have received this communication in error, please notify the sender by reply e-mail and immediately and permanently delete this e-mail and any attachments.

On Fri, Oct 18, 2019 at 12:59 PM Kelsey Garrett  
<[kelsey.garrett@paddle8.com](mailto:kelsey.garrett@paddle8.com)> wrote:

Yes, that is correct. The organization organizes the shipping and the buyer will be paying for shipping.

Best,

Kelsey

On Fri, Oct 18, 2019 at 11:44 AM David Kener  
<[david@counselingschools.org](mailto:david@counselingschools.org)> wrote:

Hi Kelsey,  
Jumping in here on the shipping procedure. Are we setting up the process but the buyer is covering the cost?  
That was our understanding. Let us know on that.

Thanks,  
David

David Kener  
Director of Development



## Counseling In Schools

Awakening Possibilities

505 Eighth Avenue, Suite 12A-06  
New York, New York 10018

917-577-7904 (cell)  
212-663-3036 ext. 309 (office)  
212-663-3037 (fax)

[www.counselingschools.org](http://www.counselingschools.org)

This electronic message contains information sent from Counseling in Schools Inc. The contents may be privileged and confidential and are intended for the use of the intended recipient(s) only. If you are not an intended recipient, note that any disclosure, copying, distribution, or use of the contents of this message is prohibited. If you have received this communication in error, please notify the sender by reply e-mail and immediately and permanently delete this e-mail and any attachments.

On Fri, Oct 18, 2019 at 12:33 PM Kelsey Garrett  
<[kelsey.garrett@paddle8.com](mailto:kelsey.garrett@paddle8.com)> wrote:

Hi Lew,

Per the agreement, shipping and handling is taken care of on the organization's side. I will provide the point of contact with shipping instructions for post auction.

When uploading the lots, each lot's shipping address should be implemented per the specific address to where the artwork is shipping from as well unless they are all shipping from the same carrier such as Cadogan Tate, Atelier 4, etc.

Best,

Kelsey

On Fri, Oct 18, 2019 at 11:23 AM Lew Bader  
<[lew@counselingschools.org](mailto:lew@counselingschools.org)> wrote:

Thus far we have 3 images, so not quite ready. We will not be housing the any of the artwork. We were expecting that you guys would handle that with the artists or their representatives an that the



buyer would pay any fees associated with shipping and handling.

Lew Bader  
Finance Director



505 Eighth Avenue Suite 12A-06  
New York, NY 10018

p - 212-663-3036 ext.317  
c - 516-967-6201  
f- 212-663-3037  
[www.counselinginschools.org](http://www.counselinginschools.org)

---

This electronic message contains information sent from Counseling in Schools Inc.  
The contents may be privileged and confidential and are intended for the use of the intended recipient(s) only. If you are not an intended recipient, note that any disclosure, copying, distribution, or use of the contents of this message is prohibited. If you have received this communication in error, please notify the sender by reply e-mail and immediately and permanently delete this e-mail and any attachments.

On Fri, Oct 18, 2019 at 11:57 AM Kelsey Garrett  
<[kelsey.garrett@paddle8.com](mailto:kelsey.garrett@paddle8.com)> wrote:

Hi Lew!

Looping in Randi here to discuss dates.

Please send me the name and email address of the best shipping contact and I will send them some instructions.

If you have a few pieces you'd like to see as a banner, please send high resolution images of those as well.

Best,

Kelsey

On Thu, Oct 17, 2019 at 3:27 PM Lew Bader  
<[lew@counselinginschools.org](mailto:lew@counselinginschools.org)> wrote:

Hi:

Please see the attached 501c3 / ST-119 forms.

We are toying with the idea of extending the auction beyond 12/3 Any implications?

Thanks.

Lew

Lew Bader  
Finance Director



505 Eighth Avenue Suite 12A-06  
New York, NY 10018

p - 212-663-3036 ext.317  
c - 516-967-6201  
f- 212-663-3037  
[www.counselinginschools.org](http://www.counselinginschools.org)

---

This electronic message contains information sent from Counseling in Schools Inc.  
The contents may be privileged and confidential and are intended for the use of the intended recipient(s) only. If you are not an intended recipient, note that any disclosure, copying, distribution, or use of the contents of this message is prohibited. If you have received this communication in error, please notify the sender by reply e-mail and immediately and permanently delete this e-mail and any attachments.

On Wed, Oct 16, 2019 at 4:53 PM Kelsey Garrett <[kelsey.garrett@paddle8.com](mailto:kelsey.garrett@paddle8.com)> wrote:

Hello!

I am looking forward to working with you on your auction!

I have a few questions for you in the meantime:

- **Tax Exemption:** Please provide up to date 501c3 and ST119 documents in order to be filed as exempt.
- **Shipping Contact:** Who is the point of contact for shipping inquiries? Please provide their email address.
- Please confirm the following auction times are doable for you:

- **November 19 12:00 PM -  
December 3 5:00 PM**
- **Preview November 12**
- **Imagery:** Be sure to upload all images as soon as possible for editing. Please send your top three inventory images in 3500+ pixels as your banner choices. We will accommodate your choices to the best of the website's capabilities.
- **Marketing:** Lastly, please send a handful of hashtags and social handles you would like our marketing team to use.

**\*\*Please note the deadline for lots/images will be  
October 28 for a timely launch.**

We will need your banner choices as soon as you have them for approval or you may defer to our team.

Let me know if there are any questions on your end and I will happily assist.

Best,

Kelsey

--



**Kelsey Garrett**  
**Auction Administrator | Benefit Auctions**

(917) 746 - 9899

[107 Norfolk Street, New York, NY 10002](#)



[Join our newsletter](#)

--



**Kelsey Garrett**  
**Auction Administrator | Benefit Auctions**

(917) 746 - 9899

[107 Norfolk Street, New York, NY 10002](#)



[Join our newsletter](#)

--



**Kelsey Garrett**  
**Auction Administrator | Benefit Auctions**

(917) 746 - 9899

[107 Norfolk Street, New York, NY 10002](#)



[Join our newsletter](#)

--



**Kelsey Garrett**  
**Auction Administrator | Benefit Auctions**

(917) 746 - 9899

[107 Norfolk Street, New York, NY 10002](#)



[Join our newsletter](#)

--



**Randi Zwickler**  
**Benefit Auction Specialist**

347-547-3618

107 Norfolk Street, New York, NY 10002



[Join our newsletter](#)

--



**Kelsey Garrett**  
**Auction Administrator | Benefit Auctions**

(917) 746 - 9899

[107 Norfolk Street, New York, NY 10002](#)



[Join our newsletter](#)

--



**Kelsey Garrett**  
**Auction Administrator | Benefit Auctions**

(917) 746 - 9899

[107 Norfolk Street, New York, NY 10002](#)



[Join our newsletter](#)

--



**Randi Zwickler**  
**Benefit Auction Specialist**

347-547-3618  
107 Norfolk Street, New York, NY 10002



[Join our newsletter](#)

--



**Randi Zwickler**  
**Benefit Auction Specialist**

347-547-3618  
107 Norfolk Street, New York, NY 10002



[Join our newsletter](#)



**Kelsey Garrett**  
**Auction Administrator | Benefit Auctions**

(917) 746 - 9899  
[107 Norfolk Street, New York, NY 10002](#)



[Join our newsletter](#)